



a PPL company

Mr. Jeff DeRouen
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601

June 7, 2011

Re: ***Kentucky Utilities Company - Report of Certain Material Changes***
Case No. 2006-00390

Dear Mr. DeRouen:

Pursuant to the Commission's Order, dated January 22, 2007, in the aforementioned case, Kentucky Utilities Company ("KU") hereby files a report of material changes that KU would have had to disclose to the Securities and Exchange Commission ("SEC") on a Form 8-K if the company had continued to have publicly held secured debt.

In compliance with this Commission order, KU is submitting this letter as its report. With respect to May 2011, KU believes it would have filed a Form 8-K for the following events:

- KU filed a notice of intent for an amended environmental compliance plan, a revised surcharge to recover environmental costs, and Certificates of Public Convenience and Necessity for the construction of environmental equipment

Please note that, effective June 1, 2011, KU's Registration Statement on Form S-4 was declared effective by the SEC. Therefore, KU has now commenced SEC periodic reporting obligations under the Securities Exchange Act of 1934.

Therefore, this letter will be the final letter of this type delivered to the Commission under this docket. In the future, KU will annually submit copies of relevant SEC filings, including Form 8-K's, pursuant to the requirements of Orders 10296, 89-374, 97-300, 2000-095, 2001-00104, and 2010-00104.

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PUBLIC SERVICE
COMMISSION

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Should you have any questions in this regard, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Lonnie E. Bellar". The signature is written in a cursive style with a large initial "L" and "E".

Lonnie E. Bellar